

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

EXXON MOBIL CORPORATION

Plaintiff,

v.

No. 17-CV-2301 (VEC) (SN)

ERIC TRADD SCHNEIDERMAN, Attorney  
General of New York, in his official capacity, and  
MAURA TRACY HEALEY, Attorney General of  
Massachusetts, in her official capacity,

Defendants.

**DECLARATION OF JUSTIN ANDERSON**

I, Justin Anderson, declare pursuant to 28 U.S.C. § 1746:

1. I am a lawyer with Paul, Weiss, Rifkind, Wharton & Garrison LLP, counsel for plaintiff Exxon Mobil Corporation (“ExxonMobil”) in the above-captioned matter. I submit this Declaration in support of Plaintiff’s Opposition to Defendants’ Motions to Dismiss the Amended Complaint. I have personal knowledge of the facts stated herein, based on my experience or my consultation with others, or they are known to me in my capacity as counsel for ExxonMobil, and each of them is true and correct.

2. Attached as Exhibit A is a transcript of the AGs United for Clean Power Press Conference, held on March 29, 2016, which was prepared by counsel based on a video recording of the event. The video recording is available at <http://www.ag.ny.gov/press-release/ag-schneiderman-former-vice-president-al-gore-and-coalition-attorneys-general-across>.

3. Attached as Exhibit B is a copy of the subpoena for the production of documents issued to ExxonMobil by the New York Attorney General's Office, dated November 4, 2015.

4. Attached as Exhibit C is a copy of the Massachusetts Civil Investigative Demand ("CID") issued to ExxonMobil by the Massachusetts Attorney General's Office, dated April 19, 2016.

5. Attached as Exhibit D is a copy of a list of so-called climate "deniers" gathered by Greenpeace, obtained from <http://www.exxonsecrets.org/html/index.php>.

6. Attached as Exhibit E is a copy of the Climate Change Coalition Common Interest Agreement, obtained from <http://eelegal.org/wp-content/uploads/2016/08/Climate-Change-CIA.pdf>.

7. Attached as Exhibit F is a copy of an email from Wendy Morgan, Chief of Public Protection, Office of the Vermont Attorney General, to Michael Meade, Director, Intergovernmental Affairs Bureau, Office of the New York Attorney General, dated March 18, 2016, obtained from <http://eelegal.org/wp-content/uploads/2016/04/Development-of-Agenda.pdf>.

8. Attached as Exhibit G is a copy of an email from Kenny Bruno, Senior Advisor, New Venture Fund, to Lee Wasserman, Director & Secretary, Rockefeller Family Fund, dated January 5, 2016, obtained from <http://freebeacon.com/wp-content/uploads/2016/04/scan0003.pdf>.

9. Attached as Exhibit H is a copy of an email from Lemuel Srolovic, Assistant Attorney General, Office of the New York Attorney General, to Matthew Pawa, dated

March 30, 2016, obtained from <http://www.washingtonexaminer.com/ny-atty-general-sought-to-keep-lawyers-role-in-climate-change-push-secret/article/2588874>.

10. Attached as Exhibit I is a copy of an email from Michael Meade, Director, Intergovernmental Affairs Bureau, Office of the New York Attorney General, to Scot Kline, Assistant Attorney General, Office of the Vermont Attorney General, dated March 22, 2016, obtained from <http://eelegal.org/wp-content/uploads/2016/04/Gore-is-adding-star-power-and-words-to-avoid.pdf>.

11. Attached as Exhibit J is a copy of an email from Scot Kline, Assistant Attorney General, Office of the Vermont Attorney General, to Lemuel Srolovic, Assistant Attorney General, Office of the New York Attorney General, dated March 28, 2016, obtained from <http://eelegal.org/wp-content/uploads/2016/04/Common-Interest-Agreement-and-discussion.pdf>.

12. Attached as Exhibit K is a copy of an email from Lemuel Srolovic, Assistant Attorney General, Office of the New York Attorney General, to Scot Kline, Assistant Attorney General, Office of the Vermont Attorney General, dated March 24, 2016, obtained from <http://eelegal.org/wp-content/uploads/2016/04/VT-NY-OAGs-fine-w-Sharon-Eubanks-joining-Pawa-for-AGs-briefing.pdf>.

13. Attached as Exhibit L is a copy of an email from Peter Washburn, Policy Advisor, Environmental Protection Bureau, Office of the New York Attorney General, to Lemuel Srolovic, Assistant Attorney General, Office of the New York Attorney General, dated March 25, 2016, obtained from <http://eelegal.org/wp-content/uploads/2016/04/Questionnaire-responses.pdf>.

14. Attached as Exhibit M is a copy of an email from Gregory Schultz, Special Assistant Attorney General, Environmental Unit, Rhode Island Department of Attorney General, to John Oleske, Senior Enforcement Counsel, Office of the New York Attorney General, dated April 15, 2016, which was produced pursuant to a request by Energy & Environment Legal Institute under the Rhode Island Access to Public Records Act.

15. Attached as Exhibit N is an excerpted copy of an email from Peter Frumhoff, Director of Science & Policy, Union of Concerned Scientists, to Edward W. Maibach, Professor, Director of Center for Climate Change Communication, George Mason University, dated July 31, 2015, obtained from <http://freebeacon.com/wp-content/uploads/2016/05/GMU-emails.pdf>.

16. Attached as Exhibit O is a copy of the exemption log produced by the New York Attorney General's Office on January 19, 2017, pursuant to New York State Freedom of Information Law request #160286, in *Free Market Environmental Law Clinic v. Attorney Gen. of N.Y.*, No. 101759\_2016 (N.Y. Sup. Ct.), obtained from [https://iapps.courts.state.ny.us/nyscef/ViewDocument?docIndex=3s1\\_PLUS\\_ag7V3BP6D3XR8qklcA==](https://iapps.courts.state.ny.us/nyscef/ViewDocument?docIndex=3s1_PLUS_ag7V3BP6D3XR8qklcA==).

17. Attached as Exhibit P is an excerpt of the exemption log produced by the New York Attorney General's Office on December 22, 2016, pursuant to New York State Freedom of Information Law request #160197, in *E&E Legal Inst. v. Attorney Gen. of N.Y.*, No. 101678\_2016 (N.Y. Sup. Ct.), obtained from [https://iapps.courts.state.ny.us/nyscef/ViewDocument?docIndex=/4gV1PMC\\_PLUS\\_ri7oT5KbMKdnw==](https://iapps.courts.state.ny.us/nyscef/ViewDocument?docIndex=/4gV1PMC_PLUS_ri7oT5KbMKdnw==).

18. Attached as Exhibit Q are copies of traveler vouchers submitted by the Office of the Massachusetts Attorney General, which were produced pursuant to a request by the Competitive Enterprise Institute under the Massachusetts Public Records Law.

19. Attached as Exhibit R are copies of “Tweets” posted by Maura Healey to her Twitter account on April 29, 2017, obtained from Twitter.com.

20. Attached as Exhibit S is a copy of the Union of Concerned Scientists’s profile of Peter Frumhoff, obtained from <http://www.ucsusa.org/about/staff/staff/peter-frumhoff.html#.WI-OaVMrLcs>.

21. Attached as Exhibit T is a copy of the Pawa Law Group’s description of its practice areas, obtained from <http://www.pawalaw.com/practice-areas>.

22. Attached as Exhibit U is an excerpted copy of a report published by the Union of Concerned Scientists in January 2007, obtained from [http://www.ucsusa.org/sites/default/files/legacy/assets/documents/global\\_warming/exxon\\_report.pdf](http://www.ucsusa.org/sites/default/files/legacy/assets/documents/global_warming/exxon_report.pdf).

23. Attached as Exhibit V is a copy of a report published by the Union of Concerned Scientists and the Climate Accountability Institute in October 2012, obtained from <http://www.climateaccountability.org/pdf/Climate%20Accountability%20Rpt%20Oct12.pdf>.

24. Attached as Exhibit W is a copy of a job listing by Fahr LLC, an organization owned by Tom Steyer, obtained from [https://groups.google.com/forum/#!msg/jobsthatareleft/ThcHSai2uhA/IvLcWMg\\_KQAJ](https://groups.google.com/forum/#!msg/jobsthatareleft/ThcHSai2uhA/IvLcWMg_KQAJ).

25. Attached as Exhibit X is a copy of an article published by *CBS News* on December 2, 2016, obtained from <http://www.cbsnews.com/news/rockefeller-family-feud-with-exxon-mobil-fossil-fuels-global-warming-climate-change/>.

26. Attached as Exhibit Y is a copy of an article by Ken Silverstein, published by the *Observer* on January 6, 2017, obtained from <http://observer.com/2017/01/exxonmobil-rockefeller-foundation-deception/>.

27. Attached as Exhibit Z is a copy of an article by David Kaiser and Lee Wasserman, published in *The New York Review of Books* on December 22, 2016, obtained from <http://www.nybooks.com/articles/2016/12/22/rockefeller-family-fund-takes-on-exxon-mobil/?printpage=true>.

28. Attached as Exhibit AA is a copy of an article by Isabel Vincent, published in the *New York Post* on September 11, 2016, obtained from <http://nypost.com/2016/09/11/schneiderman-tried-to-contact-eco-tycoon-amid-exxon-probe/>.

29. Attached as Exhibit BB is a copy of the transcript from the Public Broadcasting Service program *NewsHour*'s interview of Attorney General Eric Schneiderman, on November 10, 2015, obtained from <http://www.pbs.org/newshour/bb/exxon-mobil-mislead-public-climate-change-research>.

30. Attached as Exhibit CC is a copy of an article published in *Oil Daily*, dated November 13, 2015.

31. Attached as Exhibit DD is an excerpted copy of the transcript of oral argument that took place on March 28, 2017, before the Vermont Superior Court in *Energy & Environment Legal Institute v. Attorney Gen. of Vt.*, No. 558-9-16 (Vt. Sup. Ct.).

32. Attached as Exhibit EE is a copy of an order to show cause, filed by the New York Attorney General on October 14, 2016, in *People by Schneiderman v. PricewaterhouseCoopers LLP*, No. 451962/16 (N.Y. Sup. Ct.).

33. Attached as Exhibit FF is an excerpted copy of the transcript of oral argument that took place on October 24, 2016, before New York Supreme Court Justice Barry R. Ostrager in *People by Schneiderman v. PricewaterhouseCoopers LLP*, No. 451962/16 (N.Y. Sup. Ct.).

34. Attached as Exhibit GG is a copy of a timeline presented by ExxonMobil during a court conference that took place on October 24, 2016, before New York Supreme Court Justice Barry R. Ostrager, in *People by Schneiderman v. PricewaterhouseCoopers LLP*, No. 451962/16 (N.Y. Sup. Ct.).

35. Attached as Exhibit HH is a copy of a demonstrative presented by ExxonMobil during a court conference that took place on October 24, 2016, before New York Supreme Court Justice Barry R. Ostrager in *People by Schneiderman v. PricewaterhouseCoopers LLP*, No. 451962/16 (N.Y. Sup. Ct.).

36. Attached as Exhibit II is a copy of an order entered on October 28, 2016, by the New York Supreme Court in *People by Schneiderman v. PricewaterhouseCoopers LLP*, No. 451962/16 (N.Y. Sup. Ct.).

37. Attached as Exhibit JJ is a copy of an order to show cause, filed by the New York Attorney General on November 14, 2016, in *People by Schneiderman v. PricewaterhouseCoopers LLP*, No. 451962/16 (N.Y. Sup. Ct.).

38. Attached as Exhibit KK is an excerpted copy of a transcript of oral argument that took place on November 21, 2016, before New York Supreme Court Justice Barry R.

Ostrager in *People by Schneiderman v. PricewaterhouseCoopers LLP*, No. 451962/16 (N.Y. Sup. Ct.).

39. Attached as Exhibit LL is a copy of a corrected order entered on November 30, 2016, by the New York Supreme Court in *People by Schneiderman v. PricewaterhouseCoopers LLP*, No. 451962/16 (N.Y. Sup. Ct.).

40. Attached as Exhibit MM is a copy of an order entered by the New York Supreme Court, Appellate Division, First Department on May 23, 2017, in *People by Schneiderman v. PricewaterhouseCoopers LLP*, No. 451962/16 (1st Dep't).

41. Attached as Exhibit NN is a copy of the emergency motion filed by ExxonMobil on June 16, 2016, in *In re Civil Investigative Demand No. 2016-EPD-36, Issued by the Office of the Attorney Gen.*, No. 2016-1888-F (Mass. Sup. Ct.).

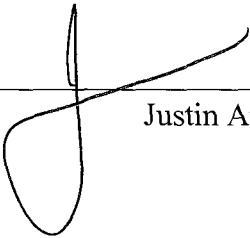
42. Attached as Exhibit OO is a copy of the order entered by the Massachusetts Superior Court on January 12, 2017, in *In re Civil Investigative Demand No. 2016-EPD-36, Issued by the Office of the Attorney Gen.*, No. 2016-1888-F (Mass. Sup. Ct.).

43. Attached as Exhibit PP is a copy of the Notice of Motion to Reargue or, in the Alternative, for Leave to Appeal, filed on May 26, 2017, in *People by Schneiderman v. PricewaterhouseCoopers LLP*, No. 451962/16 (1st Dep't).



I declare under penalty of perjury that the foregoing is true and correct.

Executed on June 15, 2017.  
New York, New York



Justin Anderson